

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE:)	Chapter 11
)	
NII HOLDINGS, INC., et al.,)	Case No. 02-11505 (MFW)
)	
Debtors.)	(Jointly Administered)
)	

O R D E R


AND NOW, this 25TH day of OCTOBER, 2002 upon consideration of the Motion of the Acting United States Trustee Pursuant to 11 U.S.C. §§ 1125(b), 1126(b), 1126(d) and 1126(e) For An Order (1) Designating Persons Who Executed Lock-Up Agreements, (2) Directing that the Ballots Cast by Such Persons Not be Counted, (3) Imposing Sanctions, and/or (4) Granting Other Relief, and the objection thereto by the Debtors and after consideration of the evidence and arguments of the parties at the hearing held on the Motion on October 22, 2002, it is hereby

ORDERED that the Motion is hereby **GRANTED**; and it is further

ORDERED that the ballots cast by Motorola Corporation and by the Noteholders who delivered Lock-Up and Voting Agreements to the Debtors post-petition are hereby designated pursuant to 11 U.S.C. § 1126(e) as having not been solicited in accordance with the provisions of the Bankruptcy Code and, specifically, the provisions of 11 U.S.C. § 1125(b) and, accordingly, shall not be

counted for purposes of considering confirmation of the Debtors'
Plan of Reorganization.

BY THE COURT:



Mary F. Walrath
United States Bankruptcy Judge